

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

TEXTRON INNOVATIONS INC.,)
)
Plaintiff,)
) C. A. No. 05-486 (GMS)
v.)
) **JURY TRIAL DEMANDED**
THE TORO COMPANY,)
)
Defendant.)

**DECLARATION OF JAMES L. HEINZE IN SUPPORT OF
TORO'S REPLY TO TEXTRON'S BRIEF IN
OPPOSITION TO MOTION TO TRANSFER VENUE**

OF COUNSEL:

Earl D. Reiland
Thomas R. Johnson
Thomas J. Leach
MERCHANT & GOULD P.C.
3200 IDS Center
80 South 8th Street
Minneapolis, MN 55402
(612) 332-5300

Richard L. Horwitz
David E. Moore
POTTER ANDERSON & CORROON LLP
Hercules Plaza, 6th Floor
1313 N. Market Street
Wilmington, Delaware 19899-0951
(302) 984-6000
rhorwitz@potteranderson.com
dmoore@potteranderson.com

*Attorneys for Defendant
The Toro Company*

Dated: September 7, 2005

697991

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

TEXTRON INNOVATIONS, INC.,)	
)	CIVIL ACTION NO. 05-486 (GMS)
Plaintiff,)	
)	
v.)	
)	
THE TORO COMPANY,)	
)	
Defendant.)	
)	

DECLARATION OF JAMES L. HEINZE

I, James L. Heinze, declare as follows:

1. I am the Director of Sales and Training of the Commercial Division for The Toro Company ("Toro"), located at 8111 Lyndale Ave. S., Bloomington, Minnesota 55420. I am 50 years of age. I have worked at Toro for 11 years. The facts stated herein are based on my own personal knowledge, and if called at trial, I could and would testify competently as to those facts.
2. My residence is located at 15860 Gardenview Ct. Apple Valley, MN 55124.
3. I have been the Director of Sales and Training of the Commercial Division for five years. As the Director of Sales and Training of the Commercial Division I have revenue responsibility for the sales of all Toro Commercial products, including the Groundsmaster 3500, 4500, and 4700 mowers ("Groundsmaster products").

4. According to Toro's sales records, Toro's sales of its Groundsmaster products in Delaware account for less than a half of percent (0.42%) of its national sales. Toro's sales in Minnesota account for almost four percent (4.0%) of its national sales. Thus, Toro sells almost 10 times more of the Groundsmaster products in Minnesota than it does in Delaware.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct.

Executed this 7th day of September 2005.


James L. Heinze

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

CERTIFICATE OF SERVICE

I, Richard L. Horwitz, hereby certify that on September 7, 2005, the attached document was hand delivered to the following persons and was electronically filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following and the document is available for viewing and downloading from CM/ECF:

Edmond D. Johnson
Peter B. Ladig
The Bayard Firm
222 Delaware Avenue, Suite 900
Wilmington, DE 19801

I hereby certify that on September 7, 2005, I have Federal Expressed the documents to the following non-registered participants:

Scott L. Robertson
Christopher C. Campbell
Hunton & Williams LLP
1900 K Street, N.W.
Washington, DC 20006-1109

/s/ Richard L. Horwitz
By: _____
Richard L. Horwitz
David E. Moore
Hercules Plaza, 6th Floor
1313 N. Market Street
Wilmington, Delaware 19899-0951
(302) 984-6000
rhorwitz@potteranderson.com
dmoore@potteranderson.com